

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

**ORDER APPROVING MOTION OF FOLEY & LARDNER LLP
FOR ALLOWANCE OF FINAL COMPENSATION AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO BALMORAL RACING CLUB, INC. AND
MAYWOOD PARK TROTTING ASSOCIATION, INC.
AS DEBTORS IN POSSESSION**

THIS CAUSE coming to be heard upon the motion of Foley & Lardner LLP (“F&L”) for allowance of final compensation and reimbursement of expenses [Docket No. 595] as special counsel to Balmoral Racing Club, Inc. and Maywood Park Trotting Association, Inc., debtors in possession herein (the “**Motion**”); capitalized terms not otherwise defined herein having the meaning ascribed thereto in the Motion; due written notice of the Motion and of an opportunity to object having been given to the office of the UST, the Debtors, all creditors in this case, all counsel of record in this case, and all other parties of record who have requested notice and service of pleadings, as evidenced by the certificates of service on file herein [Docket Nos. 592 and 606]; no objection to the Motion having been filed or presented, or if so, having been overruled for the reasons stated on the record; the Court having reviewed and considered the Motion and having jurisdiction over this matter, and the Court being otherwise fully advised in the premises:

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion be and is hereby granted as modified, for the reasons stated by the Court at the November 1 and November 15, 2016 hearings.
2. F&L, special counsel to the Debtors herein, be and is hereby awarded final compensation in accordance with Section 330 of the Bankruptcy Code in the amount of \$341,976.04 (“**Final Fee Award**”) and reimbursement of ordinary and necessary expenses incurred in connection therewith in the amount of \$23,108.96 (“**Final Expense Award**”).
3. The “Creditor Trustee” be and is hereby authorized and directed to cause the payment forthwith of the amount of \$50,963.29 (Final Fee Award less all prior payments and the voluntary reductions specified in the Motion), and the amount of \$26.10 (Final Expense Award less prior reimbursements) for an aggregate payment in the amount of \$50,989.39 to F&L from funds currently on deposit in the “Creditor Trust” as those terms are defined in that certain

Balmoral Racing Club, Inc. and Maywood Park Trotting Association, Inc. Creditor Trust Agreement, attached as Exhibit A to the Amended Joint Liquidating Plan filed herein on April 25, 2016 [Docket No. 479] and approved by that certain Order Approving Amended Disclosure Statement and Confirming Amended Joint Liquidating Plan of Reorganization entered herein on August 8, 2016 [Docket No. 581].

Dated: _____

ENTER:

UNITED STATES BANKRUPTCY JUDGE

This Order Prepared by:

William J. McKenna (ARDC #3124763)
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Special Counsel for Debtors